

Hearing Date: June 18, 2010 at 10:00 a.m. (ET)
Response Deadline: June 14, 2010 at 4:00 p.m. (ET)

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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	
)	Chapter 11
)	
THE READER'S DIGEST ASSOCIATION,)	Case No. 09-23529 (RDD)
INC., <i>et al.</i> ,)	
)	
Reorganized Debtors.)	Jointly Administered
)	

**NOTICE OF FILING OF AMENDED EXHIBIT TO THE REORGANIZED
DEBTORS' FIFTH OMNIBUS OBJECTION TO CERTAIN BOOKS
AND RECORDS CLAIMS RELATED TO THE NON-QUALIFIED PLANS**

PLEASE TAKE NOTICE THAT on April 30, 2010, The Reader's Digest Association, Inc. ("***Reader's Digest***") and certain of its affiliates (collectively, the "***Reorganized Debtors***")¹

¹ The Reorganized Debtors in these chapter 11 cases, along with the last four digits of each Reorganized Debtor's federal tax identification number, are: Alex Inc. (5531); Allrecipes.com, Inc. (3797); Ardee Music Publishing, Inc. (2291); Christmas Angel Productions, Inc. (2729); CompassLearning, Inc. (6535); Direct Entertainment Media Group, Inc. (2306); Direct Holdings Americas Inc. (1045); Direct Holdings Custom Publishing Inc. (7452); Direct Holdings Customer Service, Inc. (9015); Direct Holdings Education Inc. (5535); Direct Holdings Libraries Inc. (7299); Direct Holdings U.S. Corp. (4998); Funk & Wagnalls Yearbook Corp. (3787); Gareth Stevens, Inc. (2742); Home Service Publications, Inc. (9525); Pegasus Asia Investments Inc. (0077); Pegasus Investment, Inc. (4252); Pegasus Sales, Inc. (3259); Pleasantville Music Publishing, Inc. (2289); R.D. Manufacturing Corporation (0230); RD Large Edition, Inc. (1489); RD Publications, Inc. (9115); RD Walking, Inc. (6509); RDA Holding Co. (7045); RDA Sub Co. (0501); Reader's Digest Children's Publishing, Inc. (6326); Reader's Digest Consumer Services, Inc. (8469); Reader's Digest Entertainment, Inc. (4742); Reader's Digest Financial Services, Inc. (7291); Reader's Digest Latinoamerica, S.A. (5836); Reader's Digest Sales and Services, Inc. (2377); Reader's Digest Sub Nine, Inc. (2727); Reader's Digest Young Families, Inc. (6158); Reiman Manufacturing, LLC (8760); Reiman Media Group, Inc. (1192); Retirement Living Publishing Company, Inc. (9118); Saguaro Road Records, Inc. (2310); Taste of Home Media Group, Inc. (1190); Taste of Home Productions, Inc. (1193); The Reader's Digest Association, Inc. (6769); Travel Publications, Inc. (2927); W.A. Publications, LLC (0229); WAPLA, LLC (9272); Weekly Reader Corporation (3780); Weekly Reader Custom Publishing, Inc. (3276); World Almanac Education Group, Inc. (3781); World Wide Country Tours, Inc. (1189); WRC Media, Inc. (6536). The location of the Reorganized Debtors' corporate headquarters is: 1 Reader's Digest Road, Pleasantville, NY 10570.

filed the *Reorganized Debtors' Fifth Omnibus Objection to Certain Books and Records Claims Related to the Non-Qualified Plans* [Docket No. 732] (the "**Objection**").²

PLEASE TAKE FURTHER NOTICE THAT on March 8, 2010, one of the Reorganized Debtors' former employees (the "**Claimant**") submitted a late-filed Proof of Claim (Number 1548) related to the Non-Qualified Plans that should have been included in Schedule 1 to Exhibit A to the Objection.

PLEASE TAKE FURTHER NOTICE THAT the Reorganized Debtors hereby file an amended exhibit to the Objection for purposes of including the Claimant on Schedule 1 to Exhibit A to the Objection, a copy of which is attached hereto as **Exhibit A**.³

PLEASE TAKE FURTHER NOTICE THAT the hearing to consider the Objection is scheduled to commence at 10:00 a.m. prevailing Eastern Time on June 18, 2010, before the Honorable Robert D. Drain, United States Bankruptcy Judge, at the Bankruptcy Court, 300 Quarropas Street, White Plains, New York 10601-4140. **This hearing may be continued by the Court or the Reorganized Debtors without further notice other than by announcement of same in open court and/or by filing and service of, as applicable, a notice of adjournment.**

² All capitalized terms used but otherwise not defined herein shall have the meanings set forth in the Objection.

³ Consistent with the Objection and the Order Authorizing the Debtors to File Under Seal Certain Portions of Debtors' Schedules of Assets and Liabilities [Docket No. 113], the Reorganized Debtors have omitted confidential information relating to employee and retiree compensation, as well as the home addresses for such individuals, from amended Schedule 1 to Exhibit A to the Objection. Unredacted copies of amended Schedule 1 to Exhibit A to the Objection, including the affected participants' addresses and claim amounts, will be provided to the Court, the Office of the United States Trustee for the Southern District of New York and the Claims Oversight Committee on a confidential basis. Additionally, the Reorganized Debtors will serve a personalized form of this notice together with a copy of the Objection on the Claimant.

PLEASE TAKE FURTHER NOTICE THAT copies of the Objection, the Objection Procedures or any other pleadings filed in these chapter 11 cases are available, free of charge, upon request to the Reorganized Debtors' noticing and claims agent, Kurtzman Carson Consultants LLC, by calling (866) 967-0491, emailing kcc_rda@kccllc.com or visiting <http://www.kccllc.net/readers>. Please note that all questions regarding your claim should be directed to David Meyer at Kirkland & Ellis LLP by (i) emailing david.meyer@kirkland.com or (ii) calling (212) 446-4800. **Please do not contact the Court to discuss the merits of your claim or any Objection filed with respect thereto.**

Dated: May 18, 2010
New York, New York

/s/ Nicole L. Greenblatt

James H.M. Sprayregen P.C.

Paul M. Basta

Nicole L. Greenblatt

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Counsel to the Reorganized Debtors

Exhibit A

Amended Schedule of Non-Qualified Plan Claims

Name	Claim Number	Date Filed	Basis	Debtor
ADAMS JAMES F JR	628	11/13/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
ALLEN NINA BELL	944	11/16/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
BARNETT CHARLES E	712	11/13/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
BARRY THOMAS D	846	11/10/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
BATTISTELLO GREGORY	765	11/12/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
BECK CONNIE K	583	11/10/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
BERNSTEIN NAOMI	513	11/9/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
BESTERIO ELBA	462	11/5/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
BISCHOFF ROBERT N	1031	11/16/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
BOHANE JOHN M	638	11/10/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
BOHANE LINDA BRINTON	842	11/10/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
BRANSON ROBERT	328	10/27/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
BROPHY THEODORE F	865	10/7/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
BROWN CAROLE	769	11/10/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
BURKART BRIAN K	1197	11/16/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
CANNONE CHARLES F	938	11/16/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
COLE RONALD	687	11/13/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
COLEMAN GREGORY G	1013	11/16/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
DALY THOMAS J	347	10/28/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
DAVENPORT PETER	588	11/9/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
ELLIOTT LAWRENCE	564	11/9/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
FARQUHAR MARTHA C	1068	11/16/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
FEIGENBAUM JOEL	151	9/28/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
GELINAS JEANMARIE	1149	11/16/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.

Name	Claim Number	Date Filed	Basis	Debtor
GEORGE JEAN C	864	11/12/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
GILLET III E KENDALL	957	11/16/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
GORDON KENNETH A H	567	11/13/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
GRAY GLENN R	202	10/19/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
GRECKY JOSEPH M	781	11/13/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
GRUNE GEORGE V	754	11/13/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
HANSON HUBERT P	494	11/6/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
HOCHBERG DAVID C	1241	11/16/2009	Non-Qualified Retirement Plan	Direct Holdings U.S. Corp.
HOCHBERG FRED P	958	11/16/2009	Non-Qualified Retirement Plan	Direct Holdings U.S. Corp.
HOWARD CAROLE M	435	11/3/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
HUBBELL JOHN	939	11/16/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
JONES ROSS	680	11/13/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
KENNEY THOMAS M	548	11/11/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
KENNY PATRICK	1042	11/16/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
KIM CHARLES	1187	11/16/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
KNOX MARY KATHLEEN	719	11/10/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
KOLSBY EDWIN B	169	10/13/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
LAIRD MELVIN R	276	10/23/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
LAW DONALD CALVIN	658	11/13/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
LEFKOWITZ MARCIA	806	11/10/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
LIEBMAN BARRY M	686	11/13/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
MORGAN BARBARA J	325	10/27/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
PERSONENI JANE R	966	11/16/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
POLLEY JANE	1014	11/16/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.

Name	Claim Number	Date Filed	Basis	Debtor
REED IRENE	1325	11/18/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
RICH GARY S	563	11/13/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
RUGGIERO ANTHONY W	654	11/12/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
RYDER THOMAS O	858	11/9/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
SCHADT JAMES P	248	10/21/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
SCHELL FRANCIS J	585	11/10/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
SCHULZ WILLIAM	965	11/16/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
SCHWARTZ ROBERT G	568	11/13/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
SHIPLEY WALTER V	642	11/12/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
THOMPSON EDWARD T	1307	11/17/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
WANNER SUSAN HIRTH	1548	3/8/2010	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
WECKER RITA AND STANLEY	584	11/12/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.
WILDMAN MARK	639	11/10/2009	Non-Qualified Retirement Plan	The Reader's Digest Association, Inc.